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David S. Cohen

Attorneys for the Official Committee  
of Unsecured Creditors of the Debtors

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

|                                               |                                 |
|-----------------------------------------------|---------------------------------|
| -----X                                        |                                 |
|                                               | :                               |
| <b>In re</b>                                  | : <b>Chapter 11 Case No.</b>    |
|                                               | :                               |
| <b>LEHMAN BROTHERS HOLDINGS INC., et al.,</b> | : <b>08-13555 (JMP)</b>         |
|                                               | :                               |
| <b>Debtors.</b>                               | : <b>(Jointly Administered)</b> |
|                                               | :                               |
| -----X                                        |                                 |

**NOTICE OF FILING OF REVISED PROPOSED  
ORDER EXTENDING STAY OF AVOIDANCE ACTIONS  
AND GRANTING CERTAIN RELATED RELIEF PURSUANT TO  
SECTION 105(a) OF THE BANKRUPTCY CODE AND BANKRUPTCY RULE 7004(a)(1)**

In connection with the hearing to be held on January 11, 2012 at 10:00 a.m.

(Prevailing Eastern Time) with respect to the *Joint Motion of Debtors and Creditors' Committee, Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 7004(a)(1), to Extend Stay of Avoidance Actions and Grant Certain Related Relief*, dated December 22, 2011 [ECF No. 23674] (the "Motion"),<sup>1</sup> Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors in possession (together, the "Debtors," and collectively with their non-Debtor affiliates, "Lehman"), and the Official Committee of Unsecured Creditors of the Debtors (the "Committee"), hereby file a revised form of order approving the Motion (the "Revised Order").

Attached hereto as Exhibit 1 is a clean copy of the proposed Revised Order, and

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<sup>1</sup> All capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

attached hereto as Exhibit 2 is a blacklined copy of the proposed Revised Order, which is marked to reflect changes made to the version filed with the Motion.

Dated: January 6, 2012  
New York, New York

/s/ Jacqueline Marcus

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/s/ Dennis F. Dunne

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Attorneys for the Official Committee  
of Unsecured Creditors of the Debtors

**Exhibit 1**

**(Proposed Revised Order)**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
: **Chapter 11 Case No.**  
: **08-13555 (JMP)**  
: **(Jointly Administered)**  
:   
:   
:   
:   
:   
-----X

**In re**  
**LEHMAN BROTHERS HOLDINGS INC., et al.,**  
**Debtors.**

**ORDER EXTENDING STAY OF AVOIDANCE ACTIONS AND  
GRANTING CERTAIN RELATED RELIEF PURSUANT TO SECTION 105(a)  
OF THE BANKRUPTCY CODE AND BANKRUPTCY RULE 7004(a)(1)**

Upon the motion, dated December 22, 2011 (the “Motion”),<sup>2</sup> of Lehman Brothers Holdings Inc. (“LBHI”) and its affiliated debtors in the above-referenced chapter 11 cases, as debtors in possession (together, the “Debtors”) and the Official Committee of Unsecured Creditors of the Debtors (the “Committee”), pursuant to section 105(a) of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 4(m) of the Federal Rules of Civil Procedures, as incorporated and made applicable hereto by Rule 7004(a)(1) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), to extend the stay for each of the adversary proceedings identified on Exhibit A hereto and any other avoidance actions that may be commenced by the Debtors under sections 544, 545, 547, 548, 549, 550 and/or 553 of the Bankruptcy Code (collectively, the “Avoidance Actions”) and to grant certain related relief, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.); and consideration of the Motion and the

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having entered the *Order Staying Avoidance Actions and Granting Certain Related Relief Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 7004(a)(1)*, dated October 20, 2010 [ECF No. 12199] (the “Initial Stay Order”) and the *Order Extending the Stay of Avoidance Actions and Granting Certain Related Relief Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 7004(a)(1)*, dated June 16, 2011 [ECF No. 17763] (the “Stay Extension Order,” and together with the Initial Stay Order, the “Stay Orders”); and due and proper notice of the Motion having been provided in accordance with the procedures set forth in the amended order entered June 17, 2010 governing case management and administrative procedures [ECF No. 9635] to (i) the United States Trustee for Region 2; (ii) the Securities and Exchange Commission; (iii) the Internal Revenue Service; (iv) the United States Attorney for the Southern District of New York; (v) all parties who have requested notice in these chapter 11 cases; and (vi) each of the known and identified defendants to the Avoidance Actions or their agents or representatives (the “Avoidance Action Defendants”), except for defendants to Avoidance Actions that have been settled or dismissed, and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates and creditors, and all parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted; and it is further

ORDERED that the Stay imposed by the Stay Orders is hereby extended for a period of six (6) months to July 20, 2012, without prejudice to the ability of the Debtors and the Committee to request further extensions; and it is further

ORDERED that, unless the Stay is extended by order of the Court or as otherwise agreed by the parties, each Avoidance Action Defendant shall be required to answer or otherwise respond to any Avoidance Action complaint by September 5, 2012 or, if such complaint is further amended, by 30 days after the date of the filing of any such further amended complaint; and it is further

ORDERED that the Debtors and the Committee shall have until the later of March 30, 2012 or the time otherwise prescribed by the Bankruptcy Rules to complete service of the applicable summons and complaint on each of the Avoidance Action Defendants, without prejudice to the ability of the Debtors and the Committee to request further extensions; and it is further

ORDERED that, except as set forth herein, all other terms and provisions of the Stay Orders shall remain unaltered and in full force and effect; and it is further

ORDERED that notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion; and it is further

ORDERED that this Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: January \_\_, 2012  
New York, New York

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UNITED STATES BANKRUPTCY JUDGE

**Exhibit A to Proposed Revised Order**

**(Schedule of Pending Avoidance Actions)**



| <b><u>Adversary<br/>Proceeding No.</u></b> | <b><u>Adversary Proceeding</u></b>                                                                                    |
|--------------------------------------------|-----------------------------------------------------------------------------------------------------------------------|
| 10-03542 (JMP)                             | Lehman Brothers Special Financing Inc. v. U.S. Bank National Association, <i>et al.</i>                               |
| 10-03544 (JMP)                             | Lehman Brothers Financial Products Inc. v. The Bank of New York Mellon Trust Co., National Association, <i>et al.</i> |
| 10-03545 (JMP)                             | Lehman Brothers Special Financing Inc. v. The Bank of New York Mellon Corporation, <i>et al.</i>                      |
| 10-03546 (JMP)                             | Lehman Brothers Financial Products Inc. v. The Bank of New York Mellon Trust Co., National Association, <i>et al.</i> |
| 10-03547 (JMP)                             | Lehman Brothers Special Financing Inc. v. Bank of America National Association, <i>et al.</i>                         |
| 10-03548 (JMP)                             | Lehman Brothers Holdings Inc. v. AXA, S.A., <i>et al.</i>                                                             |
| 10-03552 (JMP)                             | Lehman Brothers Holdings Inc. v. Fragomen, Del Ray, Bernsen and Loewy, LLP                                            |
| 10-03553 (JMP)                             | Lehman Brothers Holdings Inc. v. GMAC Mortgage Corporation                                                            |
| 10-03558 (JMP)                             | Lehman Brothers Holdings Inc. v. Earth Thebault Inc.                                                                  |
| 10-03560 (JMP)                             | Lehman Brothers Holdings Inc. v. EMortgage Logic LLC                                                                  |
| 10-03565 (JMP)                             | Lehman Brothers Holdings Inc. v. Georgeson Inc.                                                                       |
| 10-03566 (JMP)                             | Lehman Brothers Holdings Inc. v. Hypotheca Capita LLC                                                                 |
| 10-03574 (JMP)                             | Lehman Brothers Holdings Inc. v. Ana-Data Consulting Inc.                                                             |
| 10-03598 (JMP)                             | Lehman Brothers Holdings Inc. v. First American Residential Value View LLC                                            |
| 10-03606 (JMP)                             | Lehman Brothers Holdings Inc. v. Stewart Lender Services                                                              |
| 10-03607 (JMP)                             | Lehman Brothers Holdings Inc. v. Interface Cable Assemblies & Services Corporation                                    |
| 10-03609 (JMP)                             | Lehman Brothers Holdings Inc. v. Deutsche Bank Trust Company Americas                                                 |
| 10-03809 (JMP)                             | Lehman Brothers Special Financing Inc. v. Wells Fargo Bank National Association, <i>et al.</i>                        |
| 10-03810 (JMP)                             | Lehman Brothers Special Financing Inc. v. Bank of New York, <i>et al.</i>                                             |
| 10-03811 (JMP)                             | Lehman Brothers Special Financing Inc. v. Bank of New York Mellon National Association                                |
| 10-03830 (JMP)                             | Lehman Commercial Paper Inc. v. Confluent V Limited and AXA Investment Managers Paris S.A.                            |

| <b><u>Adversary<br/>Proceeding No.</u></b> | <b><u>Adversary Proceeding</u></b>                                                                   |
|--------------------------------------------|------------------------------------------------------------------------------------------------------|
| 10-03831 (JMP)                             | Lehman Commercial Paper Inc. v. BlueBay Asset Management Plc,<br><i>et al.</i>                       |
| 10-03832 (JMP)                             | Lehman Commercial Paper Inc. v. Adagio III CLO PLC and AXA<br>Investment Managers Paris S.A.         |
| 10-03833 (JMP)                             | Lehman Commercial Paper Inc. v. Matignon Derivatives Loans and<br>AXA Investment Managers Paris S.A. |
| 11-01623 (JMP)                             | Lehman Brothers Holdings Inc. v. Perficient, Inc.                                                    |
| 11-01661 (JMP)                             | Lehman Brothers Holdings Inc. v. Bullet Communications Inc.                                          |
| 11-01697 (JMP)                             | Lehman Commercial Paper Inc. v. Sark Master Fund Limited                                             |

**Exhibit 2**

**(Blackline of Proposed Revised Order)**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

|                                                |   |                        |
|------------------------------------------------|---|------------------------|
| -----X                                         |   |                        |
| In re                                          | : | Chapter 11 Case No.    |
|                                                | : |                        |
| LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> , | : | 08-13555 (JMP)         |
|                                                | : |                        |
| Debtors.                                       | : | (Jointly Administered) |
|                                                | : |                        |
|                                                | : |                        |
| -----X                                         |   |                        |

**ORDER EXTENDING STAY OF AVOIDANCE ACTIONS AND  
GRANTING CERTAIN RELATED RELIEF PURSUANT TO SECTION 105(a)  
OF THE BANKRUPTCY CODE AND BANKRUPTCY RULE 7004(a)(1)**

Upon the motion, dated December 22, 2011 (the “Motion”),<sup>1</sup> of Lehman Brothers Holdings Inc. (“LBHI”) and its affiliated debtors in the above-referenced chapter 11 cases, as debtors in possession (together, the “Debtors”) and the Official Committee of Unsecured Creditors of the Debtors (the “Committee”), pursuant to section 105(a) of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 4(m) of the Federal Rules of Civil Procedures, as incorporated and made applicable hereto by Rule 7004(a)(1) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), to extend the stay for each of the adversary proceedings identified on Exhibit A hereto and any other avoidance actions that may be commenced by the Debtors under sections 544, 545, 547, 548, 549, 550 and/or 553 of the Bankruptcy Code (collectively, the “Avoidance Actions”) and to grant certain related relief, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings

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<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

Under Title 11, dated July 10, 1984 (Ward, Acting C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having entered the *Order Staying Avoidance Actions and Granting Certain Related Relief Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 7004(a)(1)*, dated October 20, 2010 [ECF No. 12199] (the “Initial Stay Order”) and the *Order Extending the Stay of Avoidance Actions and Granting Certain Related Relief Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 7004(a)(1)*, dated June 16, 2011 [ECF No. 17763] (the “Stay Extension Order,” and together with the Initial Stay Order, the “Stay Orders”); and due and proper notice of the Motion having been provided in accordance with the procedures set forth in the amended order entered June 17, 2010 governing case management and administrative procedures [ECF No. 9635] to (i) the United States Trustee for Region 2; (ii) the Securities and Exchange Commission; (iii) the Internal Revenue Service; (iv) the United States Attorney for the Southern District of New York; (v) all parties who have requested notice in these chapter 11 cases; and (vi) each of the known and identified defendants to the Avoidance Actions or their agents or representatives (the “Avoidance Action Defendants”), except for defendants to Avoidance Actions that have been settled or dismissed, and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates and creditors, and all parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted; and it is further

ORDERED that the Stay imposed by the Stay Orders is hereby extended for a period of six (6) months to July 20, 2012, without prejudice to the ability of the Debtors and the Committee to request further extensions; and it is further

ORDERED that, unless the Stay is extended by order of the Court or as otherwise agreed by the parties, each Avoidance Action Defendant shall be required to answer or otherwise respond to any Avoidance Action complaint by September 5, 2012 or, if such complaint is further amended, by 30 days after the date of the filing of any such further amended complaint; and it is further

ORDERED that the Debtors and the Committee shall have until the later of March 30, 2012 or the time otherwise prescribed by the Bankruptcy Rules to complete service of the applicable summons and complaint on each of the Avoidance Action Defendants, without prejudice to the ability of the Debtors and the Committee to request further extensions; and it is further

ORDERED that, except as set forth herein, all other terms and provisions of the Stay Orders shall remain unaltered and in full force and effect; and it is further

ORDERED that notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion; and it is further

ORDERED that this Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: January \_\_, 2012  
New York, New York

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UNITED STATES BANKRUPTCY JUDGE